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RAINBOW ACCOUNTING, INC.

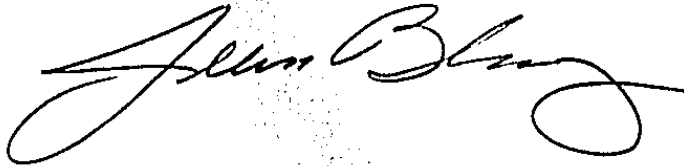
JEAN BLANEY
PRESIDENT
312 BAILEY LANE
SARASOTA, FL. 34237

Telephone 041-052-1817
Fax 041-053-0501

ATT: DORIS BROWN,
PLEASE PROCESS THESE PAPERS OF INCORPORATION FOR ME.
THESE PEOPLE NEED PROOF OF INCORPORATION ASAP,

THANK YOU, HAVE A NICE CHRISTMAS.

YOURS,
JEAN BLANEY



FILED STATE
SECRETARY OF
06 DEC 17 PM 6:35

DECEMBER 13, 1996

ATT: DORIS BROWN,
TO DEPT OF STATE,

**PLEASE SEND COPY OF THESE CORPORATION PAPERS BACK TO
OUR OFFICE.**

RAINBOW ACCOUNTING, INC.
312 BAILEY LANE, SARASOTA, FL. 34237

200002033112--8
-12/18/96--01115--015
*****70.00 *****70.00

FOR THIS CORPORATION NAMED WITHIN.

JAMES BARRY, Inc.

D. BROWN DEC 17 1996

TRANSMITTAL LETTER

Dec. 13. 96.

Department of State
Divisions of Corporations
P.O. BOX 6327
Tallahassee, Fl. 32314

SUBJECT **JAMES BARRY, INC.**

(Proposed corporation name-must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:



\$70.00 Filing Fee

\$78.75 Filing Fee
& Certificate

\$ 122.50 Filing Fee &
Certified Copy

\$ 131.25 Filing Fee ,
Certified Copy & Certificate

FROM

JAMES BARRY, Inc.

Name (Printed or Typed)

5111 39TH AVE E

ADDRESS

BRADENTON, FL. 34208

City, State & Zip
941-745-3114

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 DEC 17 AM 6:36

CERTIFICATE OF INCORPORATION

JAMES BARRY, INC.

We The Undersigned, hereby associate ourselves together for the purpose of becoming a corporation under the Laws of the Statutes of the State of Florida.

ARTICLE I

The Name of this corporation shall be:

JAMES BARRY, INC.

ARTICLE II

The corporation may engage in any activity or business permitted under the Laws of the United States and of the State of Florida.

ARTICLE III

The maximum number of shares of capital stock that this corporation is authorized to have outstanding at any one time is ONE THOUSAND (1000) SHARES OF COMMON STOCK. HAVING A PAR VALUE OF ONE (\$ 1.00) DOLLAR PER SHARE.

ARTICLE IV

The amount of capital with which this corporation will begin business shall be the sum of not less than ONE THOUSAND (1000.00) DOLLARS.

ARTICLE V

This corporation shall exist perpetually unless sooner dissolved according to law.

ARTICLE I

The initial street address of the principal office of the corporation shall be

5111 32TH AVE EAST
BRADENTON, FL 34208

ARTICLE VII

The number of Directors of this corporation shall be at least one (1) and no more than five (5).

ARTICLE VIII

The names and street addresses of the first Board of Directors of this Corporation are as follows.

JAMES BARRY
5111 32TH AVE E.
BRADENTON, FL 34208

MARK DAWKINS
1503 24TH AVE W
PALMETTO, FL 34221

SIMON TAYLOR **5040 58TH AVE DR E, BRADENTON, FL 34208**

CINDY BARRY **5111 32TH AVE E, BRADENTON, FL 34208**

ARTICLE IV

The names and address of the persons signing these Articles of Incorporation as subscriber is as follows.

JAMES BARRY
5111 32ND AVE E
BRADENTON, FL 34208

CINDY BARRY
5111 32ND AVE E
BRADENTON, FL 34208

ARTICLE X

The corporation existence of this corporation shall begin on the date the Articles of Incorporatio are filed of record.

IN WITNESS WHEREOF, the undersigned, JAMES BARRY and CINDY BARRY

,ALL being natural persons,
compent to contract, have hereto set their hands and seal or seals this

13TH OF DECEMBER 1996

James Barry

Cindy Barry

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED.

ON COMPLIANCE WITH SECTION 607.325, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

FIRST THAT **JAMES BARRY, INC.**
NAME OF CORPORATION.
WITH ITS PLACE OF BUSINESS AT **5111 39TH AVE. E.**
BRADENTON, FL. 34208

AS NAME **CINDY BARRY** Name of Registered Agent

LOCATED AT **5111 39TH AVE. E. BRADENTON, FL. 34208**
(post office box are not acceptable.)

CITY OF **BRADENTON** STATE OF FLORIDA, AS ITS AGENT TO ACCEPT
SERVICE OF PROCESS WITHIN FLORIDA.

SIGNATURE 
(Corporation Officer)

TITLE **PRESIDENT**

DATE **DECEMBER 13, 1996**

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE

STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE,
I HEREBY AGREE TO ACT IN THE CAPACITY, AND FURTHER AGREE TO
COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES
AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES,

SIGNATURE Lindy Barry
(REGISTERED AGENT)

DATE DECEMBER 13, 1996

BUREAU OF CORPORATION RECORDS, P.O BOX 6327,
TALLAHASSEE, FL. 32314

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
95 DEC 17 AM 8:36